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Norfolk Southern Corporation  
Law Department  
Three Commercial Place  
Norfolk, Virginia 23510-2191

J. Gary Lane  
General Solicitor

Writer's Direct Dial Number

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RECORDATION NO. 11966-9 FILED 1425

APR 14 1994 -11 20 AM

INTERSTATE COMMERCE COMMISSION

April 11, 1994

Mr. Sidney Strickland  
Secretary  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, D.C. 20423

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of March 31, 1994. The primary document to which this is connected is recorded under Recordation No. 11966.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

TRUSTEE/LESSOR: CoreStates Bank, N.A.  
(successor to First Pennsylvania Bank)  
510 Walnut Street  
Philadelphia, Pennsylvania 19106

LESSEE/GUARANTOR: Norfolk and Western Railway Company  
Three Commercial Place  
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

LICENSING BRANCH

APR 14 11 15 AM '94

RECEIVED  
OFFICE OF THE  
SECRETARY

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
21	Covered Hopper Cars	LO	NW 178775 178985 178820 178940 178814 178788 178877 178759 178982 178995 178895 178690 178923 178581 178824 178998 178778 178685 178761 178658 178931

A fee of \$18.00 is enclosed. Please return three (3) of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of March 31, 1994, with respect to Equipment Trust Agreement with Recordation No. 11966, dated July 1, 1980, covering twenty-one covered hopper cars, numbered NW 178775, 178985, 178820, 178940, 178814, 178788, 178877, 178759, 178982, 178995, 178895, 178690, 178923, 178581, 178824, 178998, 178778, 178685, 178761, 178658 and 178931, changed to NS 255553, 255554, 255556, 255557, 255558, 255559, 255560, 255561, 255562, 255563, 255564, 255565, 255566, 255567, 255568, 255569, 255570, 255571, 255572, 255573, and 255574, respectively.

Very truly yours,

  
J. Gary Lane

Enclosures

cc: CoreStates Bank, N.A.  
510 Walnut Street  
Philadelphia, Pennsylvania 19106

Mr. R. W. Donald Affleck  
Macdonald, Affleck, Cooligan  
Suite 1100  
200 Elgin Street  
Ottawa, Ontario  
Canada K2P 1L5

APR 14 1994 -11 20 AM

INTERSTATE COMMERCE COMMISSION

NW No. 12

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO TWENTY-ONE (21) COVERED HOPPER CARS BEARING THE NORFOLK AND WESTERN RAILWAY COMPANY ROAD NUMBERS NW 178775, 178985, 178820, 178940, 178814, 178788, 178877, 178759, 178982, 178995, 178895, 178690, 178923, 178581, 178824, 178998, 178778, 178685, 178761, 178658, AND 178931, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF JULY 1, 1980, BETWEEN NORFOLK AND WESTERN RAILWAY COMPANY AND CORESTATES BANK, N.A. (SUCCESSOR TO FIRST PENNSYLVANIA BANK N.A.), AS TRUSTEE

Old Road Number  
Assigned

New Road Number  
Assigned

NW 178775  
NW 178985  
NW 178820  
NW 178940  
NW 178814  
NW 178788  
NW 178877  
NW 178759  
NW 178982  
NW 178995  
NW 178895  
NW 178690  
NW 178923  
NW 178581  
NW 178824  
NW 178998  
NW 178778  
NW 178685  
NW 178761  
NW 178658  
NW 178931

NS 255553  
NS 255554  
NS 255556  
NS 255557  
NS 255558  
NS 255559  
NS 255560  
NS 255561  
NS 255562  
NS 255563  
NS 255564  
NS 255565  
NS 255566  
NS 255567  
NS 255568  
NS 255569  
NS 255570  
NS 255571  
NS 255572  
NS 255573  
NS 255574

IN WITNESS WHEREOF, Norfolk and Western Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 31st day of March, 1994.

NORFOLK AND WESTERN RAILWAY COMPANY

By:

William J. R...  
Vice President

ATTEST:

Sandra J. Pucci  
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)

**CITY OF NORFOLK**

On this 31st day of March, 1994, before me personally

appeared William J. Romig, to me personally known, who being by

me duly sworn, says that he is a Vice President of Norfolk and

Western Railway Company, that one of the seals affixed to the


foregoing instrument is the corporate seal of said corporation,

that said instrument was signed and sealed on behalf of said

corporation by authority of its Board of Directors, and he

acknowledged that the execution of the foregoing instrument by

him on this date was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

My Commission expires: September 30, 1997